

ULSTER SUPPORTED EMPLOYMENT LTD

(Company Limited by Guarantee and not having a Share Capital)

Minutes of a Board of Directors Meeting held on Wednesday
14 December 2016 at 10.30 a.m. at 182-188 Cambrai Street, Belfast

Present

Mr J Perry	Chairman
Mr A Bennett	Financial Director
Mrs J Kelly	Director
Dr G Adams	Director
Mr T Hinds	Director
Mr D Mackay	Director
Mr W Atkinson	Chief Executive
Mr D Macedo	Company Secretary
Mrs SJ Mowbray	Head of Corporate Services
Mr A Savage	Head of Operations

Apologies

None

Conflicts of Interest

The Chairman obtained confirmation from all those present that there were no conflicts of interest.

Minutes of the meeting held on 23 November 2016

Agreed: The Minutes were agreed

Matters arising

None

Chairman's Business

- New Director - In respect of the appointment of a new Director, profiles have been sent to the Minister and we await his decision.
- The Chairman and CEO met with Ms Sharon Russell and Mr Terry Park of DfC and confirmed there were no issues as regards USEL. The question was raised from the USEL side as to the current review of ALBs and were informed that at present there was no news and that the process takes time to go through the system.

Head of Corporate Services' Report

The Directors reviewed the Management Accounts for **November** and noted the Results were £23K worse than Budget; cumulatively the Results are £92K worse than Budget. A recovery plan was discussed and a surplus of £38K at the year end is being forecast.

Chief Executive's Report

The Directors reviewed the Chief Executive's Report for **November** which had been previously circulated. The following was noted:

- **New Business** – Following discussions with various Councils regarding mattress recycling, various proposals have been issued and the Company is awaiting responses. Follow up visits are in progress.
- **Health and Safety** – The Department has agreed to cover the cost of demolition of the derelict buildings at the rear of the site estimated at approx. £22K. Mr D Mackay, who holds the H&S portfolio, enquired as to the status of the H&S points raised a few months ago. It was agreed this should be followed up and reported at the next meeting.
- **Estates Strategy** - The changing nature of USEL business will require a review of estates.

Employment Services Business and KPI Report

The KPI Report, which was previously circulated was analysed and it was noted that Commercial Training is still not on Budget.

Commercial Products KPI Report

The KPI Report, which was previously circulated was analysed and it was noted that Industrial Sewing continues to remain under Budget for the month.

Perceived risks from the Risk Register

The following are the top risks from the Risk Register:

- a) Loss of strategic knowledge due to employee loss.
- b) Lack of proper IT Strategy
- c) Failure to achieve charitable status (impact of rates cost)

Mrs Mowbray noted that if USEL loses its charitable status, the cost impact will be more than the payment of rates as IT licences will become payable on a full commercial basis.

Death in Service Insurance

Following discussions with Mercer in respect of the provision of death in service insurance cover for those employees on the NOW: Pensions auto-enrolment scheme, Mr Macedo presented a paper summarising the situation to date (attached to these Minutes). Mrs Kelly suggested, and the Board concurred, that alternative quotations should be sought directly from other insurers.

Bank Mandate re Access Agreement

The Directors resolved to accept on behalf of the Company the Access Agreement dated 20 October 2016 (produced at the meeting) issued by Northern Bank Limited trading as Danske Bank in the terms and on the conditions as set out in the said agreement.

Bank Mandate re Trade Finance renewal

The Directors resolved to accept on behalf of the Company the Facility Letter dated 18 November 2016 (produced at the meeting) issued by Northern Bank Limited trading as Danske Bank in the terms and on the conditions as set out in the said letter.

Appointment of Company Secretary

In view of Mr Macedo's retirement from the Company, the Board accepted his resignation with effect from 19 December 2016. On a motion proposed by Mr A Bennett and seconded by Mr T Hinds, the Board resolved to appoint Mrs Sarah-Jane Mowbray as Company Secretary from that date.

On behalf of the Board the Chairman wished to thank Mr Macedo for his diligent work as Company Secretary to the Board over the past 20 years.

Any Other Business

Mr A Savage informed that as per the STRIDE guidelines, there should be a standing item on the Agenda in respect of safeguarding issues.

On behalf of the Board, the Chairman thanked Judith Kelly, outgoing Director from the Board, for her hard work, commitment and dedication to the USEL Board.

On behalf of the Board and senior management, the Chairman thanked Terry Fuller, a Senior Manager in USEL, for his long service and commitment to USEL.

The Chair asked Mrs Kelly, Mr Macedo and Mr Fuller to accept a small gift each. In doing so, he assured each of them of the appreciation of the organisation for the individual roles they had played and for the contribution they had made during their time with USEL. He offered them very best wishes for the future. In response they each reflected on their time at USEL and thanked the members for the gifts which had been presented.